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January 21, 2004

Mr. C. Lesley Addis Manager - Regulatory Matters BellSouth Telecommunications 1600 Williams Street P.O. Drawer 752 Columbia, South Carolina 29202

In Re - Docket No. 2000-352-C: Application for Approval of a Resale Agreement between BellSouth Telecommunications and QuantumShift Communications, Inc.

Dear Mr. Addis:

Your request for approval of the Resale Agreement between BellSouth Telecommunications and QuantumShift Communications, Inc. was presented to the Commission for consideration during its Regular Business Session on January 13, 2004.

After consideration, the Commission approved this filing since it is consistent with the standards of Section 252 (a) (1) of the Telecommunications Act of 1996 and since it is not discriminatory and is consistent with the public interest in that it promotes competition.

Consistent with previous Commission Orders, the Commission finds that the terms of this Agreement are not to be considered as a precedential standard for other agreements, nor are they binding on any other communications carrier.

Sincerely yours,

David S. Lacoste Utilities Department